UNITED STATES COURT OF APPEALS FOR THE SECOND CIRCUIT DUNHILL STAFFING SYSTEMS, INC.

Appellant,

-against-**DUNHILL FRANCHISEES TRUST**

Appellee.

Docket No. 07-5066-CV FFB 19 ZUUd

The undersigned hereby stipulate that the above-captioned appeal is hereby withdrawn without costs and without attorneys' fees pursuant to Rule 42 (b) of the Federal Rules of Appellate

Procedure.

Attorneys for Appellant Kenneth Lapatine, Esq. Mark Budoff, Esq. Greenberg Traurig, LLP 200 Park Avenue, 15th Floor New York, New York 10166

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Dated:

SO ORDERED:

FOR THE COURT

Stanley A. Bass, Staff Counsel

CERTIFIED:

FEB 2 1 2008